FORM D

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOV 2 0 200

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D, 210
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB APPROVAL
OMB Number: 3235-0076
Expires: April 30,2008
Estimated average burden
hours per response.....16.00

SEC USE ONLY
Prefix Serial

DATE RECEIVED

A. BASIC IDENTIFICATION DATA	DEC 1 1 2006
1. Enter the information requested about the issuer	
Name of Issuer - (check if this is an amendment and name has changed, and indicate change.) Alamode Sports, Inc. 78015 Main Street, Suite 104	FINANCIAL 4
Address of Executive Offices (Number and Street, City, State, Zip Code) Telephone N LA Quinta (A 92253 760/7	umber (Including Area Code)
Address of Principal Business Operations (Number and Street, City, State, Zip Code) Telephone N (if different from Executive Offices)	Number (Including Area Code)
Brief Description of Business Alamode Sports, Inc. sells high-quality designed tennis-related products (e.g. tennis balls tile to breserts, tennis clubs, unrevisites and leusiscesses that participated proporation [] limited partnership, already formed [] other (please specify):	and uniquely rations, et hat in order tennis
corporation limited partnership, already formed other (please specify):	the year of the tar,

GENERAL INSTRUCTIONS

Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where To File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

- ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predictated on the filing of a federal notice.

ALL REPORTS		A. BASIC ID	ENTIFICATION, DATA		
2. Enter the information re	equested for the fo	llowing:			
 Each promoter of t 	the issuer, if the is	suer has been organized v	within the past five years;		
 Each beneficial ow 	ner having the pow	ver to vote or dispose, or d	irect the vote or disposition	of, 10% or more o	f a class of equity securities of the issuer.
 Each executive off 	icer and director o	f corporate issuers and of	f corporate general and mar	naging partners of	partnership issuers; and
Each general and r	nanaging partner o	of partnership issuers.			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i		100 L 1	d: 110	22.2.01	
Business or Residence Addre	Ss (Number and	Street. City. State. Zin C	dio, CA 9	12201	
Check Box(es) that Apply: SHOULA Full Name (Last name first.)	Promoter A If individual)	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
i i	Hamilte	Street, City, State, Zip C	Indio, CA	9220	/
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first. i	if individual)				
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	Code)	,	
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)				
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	Code)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first. i	if individual)			; - .	عياد النوا المعتدي فينية العدد للبيدريقان فيد
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	lode)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	f individual)			· · · · · · · · · · · · · · · · · · ·	
2.					
Business or Residence Addre	ess (Number and	Street, City, State, Zip C	Code)		
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, i	if individual)				· ·
Rusiness or Residence Addre	ess (Number and	Street City State Zin C	'ode)		

(Use blank sheet, or copy and use additional copies of this sheet, as necessary)

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1	Hac the	icener colo	l, or does th	ne jesuar i	atend to se	ll to non o	coredited i	nuectors in	this offer	ing?		Yes	No 🖃
1.	rias tile	issuci soli	i, oi uoes li			Appendix				_	***************************************		
2.	What is	the minim	um investn					-				1.6	00.00
- .	** 1101 13	uic iiiiiiiii	um mvesm	icht that w	in be acce	pted from a	iny marvia	uai;	•••••••••	***************************************	*************	Yes	No
3.	Does th	e offering	permit join	t ownershi	p of a sing	le unit?		***************************************		***************************************			
4.	Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only. Full Name (Last name first, if individual)										ţ. e	٠	
Full	l Name (Last name	first. if indi	ividual)									
Bus	iness or	Residence	Address (N	lumber and	i Street, Ci	ty, State, Z	(ip Code)					•	
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Nan	ne of As	sociated Br	oker or De	aler				-					
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	RI	SC		TN	TX	NM UT	VT	VA	WA	WV	OK WI	OR WY	PR
Full	Name (Last name	fīrst, if indi	(vidual)									•
Rus	iness or	Residence	Address (1	Number an	d Street. C	itv. State.	Zin Code)						
Nan	ne of Ass	sociated Br	oker or De	aler		<u></u>							
Stat	es in Wh	ich Person	Listed Has	Solicited	or Intends	to Solicit	Purchasers				<u>-</u>		
	(Check	"All States	" or check	individual	States)		***************************************					. Al	l States
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	RI	SC	SD	TN	TX	UT	VT	VA	WA	WV	WI	WY	PR
Full	Name (Last name	first, if indi	vidual)				·	 				
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Bus	iness or	Residence	Address (1	Number an	d Street, C	ity, State, 2	Zip Code)						
Nan	ne of Ass	sociated Br	oker or De	aler									
Stat	es in Wh	ich Person	Listed Has	Solicited	or Intende	to Solicit	Purchasers						
			" or check							***************************************	***************************************	AI	l States
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	RI	SC	SD	TN	TX	UT	[VT]	VA	WA	[WV]	WI	WY	PR

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	Type of Security	Aggregate Offering Price	Amount Already Sold
		Offering Frice	
	Debt	\$	\$
	Equity	\$250,000	\$ 5,000
	Common Preferred		
	Convertible Securities (including warrants)		\$ <u></u>
	Partnership Interests		\$ <u> </u>
	Other (Specify	\$	\$
	Total	s <u>250,000</u>	\$ 05,000
	Answer also in Appendix, Column 3, if filing under ULOE.		
	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate Dollar Amount of Purchases
	Accredited Investors		\$ 0
	Non-accredited Investors		\$ 5,000
	Total (for filings under Rule 504 only)		\$5,000
	Answer also in Appendix, Column 4, if filing under ULOE.	•	\$ <u> </u>
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		·
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505		\$
	Regulation A		\$
	Rule 504		\$
-	Total		\$_ \$_
	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		s_\$
	Printing and Engraving Costs		\$ 1,000
	Legal Fees		183,000
	Accounting Fees		\$2,500
	Engineering Fees	<u> </u>	\$ 500
	Sales Commissions (specify finders' fees separately)		s <u> </u>
	Other Expenses (identify)	П	\$ 0

	b. Enter the difference between the aggregate offering price given in response to Part C — Question and total expenses furnished in response to Part C — Question 4.a. This difference is the "adjusted graphoceeds to the issuer."	oss	s 243,000
5.	Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to be used each of the purposes shown. If the amount for any purpose is not known, furnish an estimate a check the box to the left of the estimate. The total of the payments listed must equal the adjusted groproceeds to the issuer set forth in response to Part C — Question 4.b above.	nd	
		Payments to Officers, Directors, & Affiliates	Payments to Others
	Salaries and fees		
	Purchase of real estate	[\$ <u>0</u>	□\$ <u>0</u>
	Purchase, rental or leasing and installation of machinery and equipment	√s <u>ч,000</u>	□\$_ <i>0</i>
	Construction or leasing of plant buildings and facilities	🗆 \$ <u></u>	□\$ <u></u>
	Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)		s
	Repayment of indebtedness		
	Working capital		
	Other (specify):		
	Chief (specify).	□\$ <u></u>	□\$ <u>0</u>
		s	<u>s</u> 0
	Column Totals	<u>D</u> \$ <u>055,000</u>	D\$ 05,000
	Total Payments Listed (column totals added)	s 6	0,000
	D. FEDERAL SIGNATURE		
sig	te issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this not parature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Combine information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) or constitutes.	mission, upon writte	
	Hamode Sports, Inc. Signature	Date	106
	ime of Signer (Print or Type) Title of Signer (Print or Type)	1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1, 1	, , , ,
	Jennifer L. Baker X Chief Executive Office	(
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C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

ATTENTION

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE		
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions of such rule?	Yes	No.

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See Appendix, Column 5, for state response.

- 2. The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

ž.	
Issuer (Print or Type)	Signature Date
Alamode Sports, Inc.	11/10/06
Name (Print or Type)	Title (Print or Type)
Janifer L. Baker	Chief Executive Officer

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

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1		to sell	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No		
AL			Equity	0	0	0	10		V		
AK	V		и	0	Q	0	Ø		V		
AZ	V		И	0	0	0	0		<u> </u>		
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APPENDIX

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1	2	2	3			4		5 Disqualification		
			Type of security							
	Intend to non-ac		and aggregate offering price		Type of	investor and	,	(if yes, attach explanation of		
	investors (Part B-		offered in state (Part C-Item 1)		amount pu	rchased in State C-Item 2)		waiver	granted) ·Item 1)	
	((* *	Number of	(
State	Yes	No		Accredited Investors	Amount	Non-Accredited Investors	Amount	Yes	No	
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